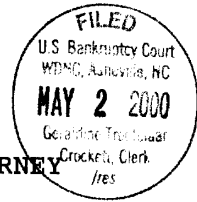


IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA

IN RE:) 00-10349/Chapter 12
)
JAMES L. SEXTON, JR.,) APPLICATION TO EMPLOY ATTORNEY
)
Debtor.)



The debtor applies to the Court and says as follows:

1. On April 28, 2000, the debtor herein filed a Chapter 12 petition with this Court and wishes to employ David G. Gray, an attorney duly admitted to practice in this Court.

2. The debtor believes that said attorney is well qualified to represent him in this proceeding and will assist by: (a) giving legal advice with respect to his powers and duties in the continued operation of his business and management of his property; (b) preparing the necessary applications, answers, orders, reports and other legal papers; and (c) performing all other legal services which may be necessary herein and it is necessary for the debtor to employ an attorney for such professional activities.

3. The named attorney is also attorney for Sexton Dairy Farm and Charles E. Sexton, individually and as a general partner of Sexton Dairy Farm of which this debtor is the other general partner, but such represents no interest adverse to debtor or the estate or the matters upon which he is to be engaged for this debtor and his employment would be in the best interest of this estate.

4. The named attorney is a disinterested person to represent the debtor and the estate.


5. To secure payment of attorney fees and costs in this proceeding, the debtor has provided and the undersigned has recorded a deed of trust on real property owned by the debtor in Transylvania County, North Carolina.

THEREFORE, the debtor prays of the Court:

1. That an order be entered authorizing the appointment and employment of David G. Gray as attorney for the debtor and approving the granting of deed of trust to secure attorney fees and costs in this proceeding.

2. For such further relief deemed proper by the Court.

This the 1st day of May, 2000.



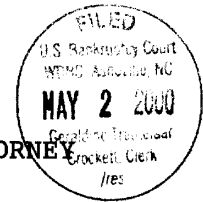
David G. Gray, Attorney for Debtor
N. C. State Bar No. 1733

WESTALL, GRAY, CONNOLLY & DAVIS, P.A.
81 Central Avenue
Asheville, North Carolina 28801
Tel: (828) 254-6315/Fax: (828) 255-0305

3

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF NORTH CAROLINA

IN RE:) 00-10349/Chapter 12
JAMES L. SEXTON, JR.,)
Debtor.) AFFIDAVIT OF PROPOSED ATTORNEY



STATE OF NORTH CAROLINA

COUNTY OF BUNCOMBE

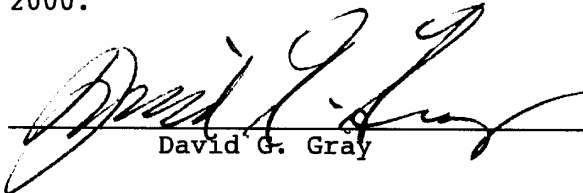
I, David G. Gray, make solemn oath that:

1. I am an attorney and counsellor-at-law, duly admitted to practice in the State of North Carolina and before this Court.

2. I maintain an office for the practice of law at 81 Central Avenue, Asheville, North Carolina 28801.

3. In addition to representing the above-named debtor, I am also attorney for Sexton Dairy Farm and Charles E. Sexton, individually and as a general partner of Sexton Dairy Farm of which this debtor is the other general partner, but such represents no interest adverse to debtor or the estate or the matters upon which I am to be engaged for this debtor and I am a disinterested person to represent the debtor and the estate.

This the 1st day of May, 2000.


David G. Gray

SUBSCRIBED AND SWORN TO before me this 1st day of May, 2000.


Notary Public

My Commission Expires 4/2/03